



NRUC  
CORPORATION

100 NORTH TWENTIETH STREET  
SECOND FLOOR  
PHILADELPHIA, PA 19103  
215-569-2220

1 6158  
JAN 9 1989 - 1 25 PM  
INTERSTATE COMMERCE COMMISSION

9-0094018  
Date JAN 9 1989  
Fee \$ 130.00  
ICE Washington, D.C.

January 1, 1989

Interstate Commerce Commission  
12 & Constitution Avenues, N.W.  
Washington, DC.  
20423

ATTN: Ms. M. Lee  
Room 2303

Dear Ms. Lee:

Enclosed herewith are three (3) original copies of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Bill of Sale with, Exhibits "A" and "B" attached, representing a sale of boxcars between:

Seller: NRUC Corporation  
100 North Twentieth Street  
Second Floor  
Philadelphia, Pennsylvania  
19103

and

Purchaser: Northwestern Oklahoma Railroad Company  
One Foxfield Square  
Suite 200  
St. Charles, Illinois  
60174

A fee of thirteen dollars (\$13.00) is enclosed, please return two (2) copies of the above Bill of Sale to me at address listed above with the recordation certification data stamped thereon.

Sincerely,

*Robert L. Shiner, Jr.*  
Robert L. Shiner, Jr.  
Vice President

RLS/rfg

100 OFFICE OF  
THE SECRETARY  
JAN 9 1 24 PM '89  
MOTOR OPERATING UNIT

*Florence M. Lee*

*Robert L. Shiner, Jr.*

BILL OF SALE

JAN 9 1989 - 1 45 PM

**INTERSTATE COMMERCE COMMISSION**

KNOW ALL PERSONS BY THESE PRESENTS THAT, for value received, the receipt and sufficiency of which are hereby acknowledged, NRUC CORPORATION ("Seller") does hereby grant, bargain, sell, convey, transfer and deliver to NORTHWESTERN OKLAHOMA RAILROAD CO. ("Purchaser"), its successors and assigns forever, all right, title and interest of Seller in and to all of the boxcars specifically identified on Exhibit A (the "Cars"), TO HAVE AND TO HOLD the same unto Purchaser, its successors and assigns forever.

Seller represents and warrants as follows:

(A) Seller has good, valid and marketable title to the Cars free and clear of all liens, pledges, security interests, charges, encumbrances or other defects of title of any nature whatsoever, and there is no contract, covenant or restriction which prevents Seller from conveying or transferring to Purchaser unencumbered title to the Cars or giving possession of the Cars to Purchaser.

(B) THE CARS ARE PURCHASED BY PURCHASER "AS IS WHERE IS", IN INTERCHANGEABLE CONDITION, SUITABLE FOR CLASS "A" COMMODITY LOADING AND SELLER DOES NOT MAKE ANY OTHER WARRANTIES OR REPRESENTATIONS, EXPRESS OR IMPLIED, AS TO THE CONDITION OF THE BOXCARS, MERCHANTABILITY OF THE BOXCARS, FITNESS OF THE BOXCARS FOR A PARTICULAR PURPOSE OR ANY OTHER MATTER CONCERNING THE BOXCARS EXCEPT AS SET FORTH ABOVE.

IN WITNESS WHEREOF, Seller has executed this instrument on the 30 day of December 1988.

ATTEST:

NRUC CORPORATION

Barbara Rastetter  
Secretary

By: Robert F. Shiner, Jr.

Title: Vice President

EXHIBIT A  
TO  
BILL OF SALE FROM NRUC CORPORATION  
TO  
NORTHWESTERN OKLAHOMA RAILROAD COMPANY  
DECEMBER 30, 1988

Description of Cars - 50'6" Seventy-Ton Boxcars bearing Car numbers  
as follows:

NEW CAR NUMBERS

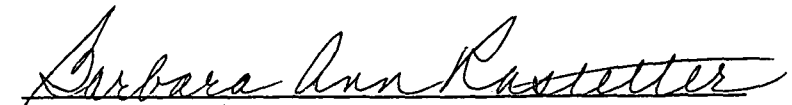
NOKL 88305  
NOKL 88306

PREVIOUS CAR NUMBERS

MISS 304015  
MISS 304023

STATE OF PENNSYLVANIA )  
 ) SS:  
COUNTY OF PHILADELPHIA )

On this 30 day of DECEMBER, 1988, before me personally appeared ROBERT L. SHINER, JR., to me personally known, who being by me duly sworn says that such person is VICE-PRESIDENT of NRUC CORPORATION, that the foregoing Bill of Sale was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

My Commission Expires: BARBARA ANN RASTETTER  
Notary Public, Phila., Phila. Co.  
My Commission Expires April 14, 1990

EXHIBIT "B"

## CERTIFICATE OF INSPECTION AND ACCEPTANCE

To: NRUC CORPORATION  
100 North Twentieth Street  
Second Floor  
Philadelphia, PA 19103

From: NORTHWESTERN OKLAHOMA RAILROAD  
One Foxfield Square  
St. Charles, IL 60174

The undersigned, a duly authorized inspector of Lessee does hereby certify that:

Under authority of Lessee, I have inspected and accepted delivery of the units of railroad equipment specified in the listing below as conforming in all respects to the terms and provisions of the Lease Agreement:

<u>DESCRIPTION</u>	<u>MARK</u>	<u>SERIAL NUMBERS</u>
50' 70' TON all steel plate c Box cars	NOK	88305 88306

Under authority of Lessee, I further certify that by virtue of my acceptance of said cars the same have, on the dates stated above, come under lease to Lessee pursuant to the terms and provisions of said Lease Agreement.

Signature:   
Authorized Inspector

Date: 12/24/88